

Special ORDINANCE NO. L-77-79

AN ORDINANCE AUTHORIZING THE ISSUANCE AND SALE OF \$5,375,000 REVENUE OBLIGATIONS OF THE CITY OF FORT WAYNE, INDIANA, FOR THE PURPOSE OF MAKING A LOAN TO ST. JOSEPH MEDICAL BUILDING ASSOCIATES IN ORDER TO FINANCE THE ACQUISITION AND CONSTRUCTION OF CERTAIN ECONOMIC DEVELOPMENT FACILITIES; AND AUTHORIZING EXECUTION OF A LOAN AGREEMENT, INDENTURE OF TRUST AND OTHER DOCUMENTS IN CONNECTION THEREWITH.

BE IT ORDAINED BY THE COMMON COUNCIL OF THE CITY OF FORT WAYNE, INDIANA, AS FOLLOWS:

Section 1. Preliminary Statement. The following recitals establish the background for the financing authorized hereby:

(a) The City of Fort Wayne, Indiana, (hereinafter called the "City") by virtue of Indiana Code 18-6-4.5, as amended (the "Act"), is authorized and empowered to make direct loans to "developers" or "users" for the acquisition and construction of "economic development facilities" as those words are defined in the Act to overcome insufficient employment opportunities and insufficient diversification of business, commerce and industry in and near the City and to promote the general economic welfare of the area in and near the City and to issue its economic development revenue bonds to obtain funds to make such loan for payment of costs of acquisition or construction of such economic development facilities, including engineering, legal fees and all other expenses related thereto during construction, including the costs of issuing the bonds and to secure said bonds pursuant to a trust indenture by the pledge of one or more notes of the developer or user; and

(b) St. Joseph Medical Building Associates (the "Partnership") is a limited partnership organized pursuant to the Indiana Uniform Limited Partnership Act having as its general partners Raymond H. Riddle of Oklahoma City, Oklahoma, and S. J. Management, Ltd., an Indiana limited partnership; and

(c) The Partnership has agreed to acquire and construct a medical office building and parking facilities on a parcel of land in the City adjacent to and leased from St. Joseph's Hospital of Fort Wayne, Inc. and thereby create new employment opportunities and provide diversification of business commerce and industry in and near the City, and make payments on its note or notes evidencing its loan obligations in an amount or amounts sufficient to pay the principal of and interest and premium, if any, on the economic development revenue bonds hereinafter authorized; and

(d) The Fort Wayne Economic Development Commission (the "Commission"), functioning and operating under the Act, has found by written resolution that because of insufficient employment opportunities and insufficient diversification of business, commerce and industry, the economic welfare of the City would be benefited by financing the acquisition and construction of economic development facilities for the Partnership; and

(e) The Commission has by resolution approved a report estimating the public services which would be made necessary or desirable, the expense thereof, the number of jobs, the estimated payroll on account of the acquisition and construction of the economic development facilities and the cost of the economic development facilities and has submitted such report to the plan commission having jurisdiction over such facilities; and

(f) After giving notice in accordance with the Act, the Commission held a public hearing on the proposed financing and adopted a resolution finding the proposed financing benefits the economic welfare of the City and complies with the purposes and provisions of the Act and approving the financing and the proposed form and terms of the economic development revenue bonds, loan agreement and indenture of trust, which resolution and other instruments and information pertaining to the proposed financing have been transmitted to the Common Council of the City by the Commission;

Section 2. Public Benefits. The Common Council of the City hereby finds and determines that the medical office building and parking facilities (the "Project") as described in Exhibit A to the Loan Agreement dated as of June 1, 1979 (the "Loan Agreement") between the City and the Partnership to be acquired and constructed with the proceeds of \$5,375,000 principal amount Economic Development Revenue Bonds, Series A (St. Joseph Medical Building Associates Project) (the "Series A Bonds") herein authorized are "economic development facilities" as defined in the Act and that acquisition and construction of the Project will increase employment opportunities and increase diversification of business, commerce and industry in the City, will improve and promote the economic stability, development, health and welfare of the area in the City and will encourage and promote the expansion of industry, trade and commerce in the City and the location of other new commercial and business facilities in such area.

Section 3. Findings. The Common Council hereby finds that this ordinance (the "Bond Ordinance") complies with the purposes and provisions of the Act and is of public benefit to the health and welfare of the City by tending to overcome the deficiencies previously found to exist, to-wit: insufficient employment opportunities and insufficient diversification of business, commerce and industry.

Section 4. Authorization of \$5,375,000 Series A Bonds. In order to obtain funds to loan to the Partnership to finance costs of acquiring and constructing the Project, including interest on the Series A Bonds during the anticipated construction period and creation of a reasonably required reserve, there are hereby authorized to be issued, sold and delivered \$5,375,000 aggregate principal amount of Series A Bonds. It is hereby recognized that pursuant to the terms of the Loan Agreement any balance of the cost of the Project will be paid for by the Partnership unless paid for out of the proceeds of additional parity bonds (the "Additional Bonds") as identified in the Indenture of Trust dated as of June 1, 1979, (the "Indenture") between the City and Peoples Trust Bank,
Fort Wayne, Indiana, as Trustee (the "Trustee").

Section 5. Terms for the Series A Bonds. The total principal amount of Series A Bonds that may be issued is hereby expressly limited to \$5,375,000, provide however, that Additional Bonds may be issued as provided in the Indenture.

The Series A Bonds shall bear interest until paid at the respective rates per annum set forth below payable on June 1 and December 1 of each year and shall mature on June 1 of each of the years set forth in and in the principal amount set opposite each year, as follows:

<u>YEAR</u>	<u>PRINCIPAL AMOUNT</u>	<u>RATE</u>	<u>YEAR</u>	<u>PRINCIPAL AMOUNT</u>	<u>RATE</u>
1981	\$130,000	6-1/4%	1989	\$220,000	7-1/4%
1982	140,000	6-3/8%	1990	235,000	7-3/8%
1983	145,000	6-1/2%	1991	250,000	7-1/2%
1984	155,000	6-5/8%	1992	270,000	7-5/8%
1985	165,000	6-3/4%	1993	290,000	7-3/4%
1986	180,000	6-7/8%	1994	315,000	7-7/8%
1987	190,000	7%	2000	2,485,000	8-1/4%
1988	205,000	7-1/8%			

The Series A Bonds shall be in such form, shall be in such denominations, shall be payable in such medium of payment and at such place or places, shall be subject to redemption at the times and under the conditions, shall be executed in such manner and shall contain such other terms and provisions as are provided for in the Indenture.

The Series A Bonds are limited obligations of the City payable solely from payments of principal, premium, if any, and interest made by the Partnership pursuant to the Loan Agreement and the Series A Note in the form attached to the Loan Agreement, except to the extent that the principal of, premium, if any, and interest on the Series A Bonds may be paid out of money attributable to Series A Bond proceeds or from temporary investments, or from other moneys if any, accruing to the Trustee for the benefit of the bondholders.

By the Indenture, the City will assign and pledge to the Trustee the City's rights under the Loan Agreement, including the right of the City to receive payments under the Series A Note, all as security for the payment of the Series A Bonds.

The Series A Note and the assignment and pledge to the Trustee will constitute the sole security given by the City for the Series A Bonds. The Series A Bonds and the interest thereon shall be a valid claim of the respective holders only against the Bond Fund created under the Indenture and other moneys held by the Trustee. The City will have no ownership interest in the Project, and the Series A Bonds will not be secured by any mortgage or other security interest in the Project or in any other property of the Partnership, provided, however, the Loan Agreement and Series A Note shall be secured by a mortgage on the Project from the Partnership to the Trustee as provided in the Loan Agreement.

The Series A Bonds do not and shall never constitute an indebtedness of, or a charge against the general credit or taxing power of the City.

Section 6. Additional Bonds. The City may authorize the issuance of Additional Bonds upon the terms and conditions provided in the Indenture and the Loan Agreement.

Section 7. Sale of the Series A Bonds. The Mayor, City Controller and City Clerk of the City are hereby authorized and directed to deliver the Series A Bonds at a price of 95-1/2% of par plus accrued interest to the date of delivery and payment therefor to Traub and Company, Inc., Indianapolis, Indiana, who in turn will resell the Series A Bonds to a limited number of institutional purchasers who will furnish investment letters in the form approved by Traub and Company, Inc. The proceeds of sale shall be deposited with the Trustee pursuant to the Indenture.

Section 8. Indenture. In order to secure the payment of the principal of and interest on the Series A Bonds, the Mayor and City Clerk shall execute, acknowledge and deliver in the name and on behalf of the City, the Indenture in substantially the form submitted to the Common Council, which is hereby approved in all respects.

Section 9. Loan Agreement. In order to provide for the loan of the proceeds of the Series A Bonds to the Partnership to provide for acquisition and construction of the Project and the payment by the Partnership of amounts sufficient to pay the principal of, premium, if any, and interest on the Series A Bonds, the Mayor and City Clerk shall execute, acknowledge and deliver in the name and on behalf of the City the Loan Agreement in substantially the form submitted to this Common Council, which is hereby approved in all respects.

Section 10. Acceptance of Series A Note. The City accepts as security for the Series A Bonds the Series A Note of the Partnership. The Series A Note shall be in substantially the form attached to the Loan Agreement and shall be secured by a mortgage on the Project from the Partnership to the Trustee in substantially the form also attached to the Loan Agreement, but the Series A Note shall not constitute an obligation of any limited or general partner of the Partnership.

Section 11. Approval of Leases. The City recognizes that the Partnership is a developer as defined in the Act and will be leasing space in the Project to doctors and other health care users, which leasing is hereby approved.

Section 12. Election. The City elects to have the provisions of Section 103(b)(6)(D) of the Internal Revenue Code apply to the Series A Bonds and the Mayor or City Clerk is authorized and directed to make such election prior to the issuance and delivery of the Series A Bonds in accordance with the applicable regulations or procedures of the Internal Revenue Code.

Section 13. General. The Mayor, City Controller and City Clerk be and they are each hereby authorized and directed, in the name of and on behalf of the City to execute any and all instruments, perform any and all acts, approve any and all matters, and do any and all things deemed by them, or any of them, to be necessary or desirable in order to carry out the purposes of this Bond Ordinance (including the preambles hereto), the acquisition and construction of the Project by the Partnership, the issuance, sale and delivery of the Series A Bonds, and the securing of the Series A Bonds under the Indenture.

Section 14. Effective Date. This Bond Ordinance shall be in full force and effect from and after its passage and approval as provided by law.

This ordinance was adopted by the Common Council of the City of Fort Wayne, Indiana, on the _____ day of _____, 1979.

Introduced by:

Vivian L. Schmidt

Presiding Officer of the Common Council

ATTEST:

City Clerk

Presented to the Mayor this _____ day of _____, 1979.

City Clerk

Approved this _____ day of _____, 1979.

Mayor, City of Fort Wayne, Indiana

ATTEST:

City Clerk


STATE OF INDIANA }
 } SS.
COUNTY OF ALLEN }

I, the undersigned, hereby certify that I am the
duly qualified and acting City Clerk of the City of Fort
Wayne, Allen County, Indiana, and as such official I further
certify that attached hereto is a full, true and correct
copy of Ordinance No. _____ as adopted by the Common
Council of said city on May 22, 1979.

WITNESS my official signature and the seal of
said city this _____ day of _____, 1979.

City Clerk

(S E A L)

APPROVED AS TO
FORM & LEGALITY

.....
William N. Salin, City Attorney

Read the first time in full and on motion by _____, seconded by _____, and duly adopted, read the second time by title and referred to the Committee on _____ (and the City Plan Commission for recommendation) and Public Hearing to be held after due legal notice, at the Council Chambers, City-County Building, Fort Wayne, Indiana, on _____, the _____ day of _____, 19____, at _____ o'clock _____ M., E.S.T.

DATE: _____

CITY CLERK

Read the third time in full and on motion by V. Schmidt, seconded by Hinga, and duly adopted, placed on its passage.

PASSED (~~LOST~~) by the following vote:

	<u>AYES</u>	<u>NAYS</u>	<u>ABSTAINED</u>	<u>ABSENT</u>	<u>TO-WIT:</u>
<u>TOTAL VOTES</u>	<u>9</u>	_____	_____	_____	_____
<u>BURNS</u>	<u>✓</u>	_____	_____	_____	_____
<u>HINGA</u>	<u>✓</u>	_____	_____	_____	_____
<u>HUNTER</u>	<u>✓</u>	_____	_____	_____	_____
<u>MOSES</u>	<u>✓</u>	_____	_____	_____	_____
<u>NUCKOLS</u>	<u>✓</u>	_____	_____	_____	_____
<u>SCHMIDT, D.</u>	<u>✓</u>	_____	_____	_____	_____
<u>SCHMIDT, V.</u>	<u>✓</u>	_____	_____	_____	_____
<u>STIER</u>	<u>✓</u>	_____	_____	_____	_____
<u>TALARICO</u>	<u>✓</u>	_____	_____	_____	_____

DATE: 5-22-79

Charles W. Westerman /pc
CITY CLERK

Passed and adopted by the Common Council of the City of Fort Wayne, Indiana, as (ZONING MAP) (GENERAL) (ANNEXATION) (SPECIAL) (APPROPRIATION) ORDINANCE (RESOLUTION) No. 277-79 on the 22nd day of May, 19____.

ATTEST: (SEAL)

Charles W. Westerman /pc
CITY CLERK

Winifred C. Wingo Jr.
PRESIDING OFFICER

Presented by me to the Mayor of the City of Fort Wayne, Indiana, on the 22nd day of May, 1979, at the hour of 11:30 o'clock A. M., E.S.T.

Charles W. Westerman /pc
CITY CLERK

Approved and signed by me this 1st day of June, 1979, at the hour of 9:00 o'clock A. M., E.S.T.

Rabat Armstrong
MAYOR

SUSPENSION OF RULES

BILL NO. D-79-05-21
~~6-79-05-21~~

Councilman V. Schmidt, moved to suspend the rules on passage of BILL NO. D-79-05-21, at this meeting of May 22, 1979, of the Common Council of the City of Fort Wayne, Indiana. Said motion was seconded by Councilman Hinga, and duly passed by unanimous vote of all legally elected members of the said Common Council. The above BILL and Special ORDINANCE was accordingly placed on its passage.

DATE: 5-22-79

Charles W. Westerman
CITY CLERK

Winfield C. Mayo Jr.
PRESIDING OFFICER

	AYES	NAYS	ABSTAINED	ABSENT	TO-WIT
	<u>9</u>				
<u>BURNS</u>	✓				
<u>HINGA</u>	✓				
<u>HUNTER</u>	✓				
<u>MOSES</u>	✓				
<u>NUCKOLS</u>	✓				
<u>D. SCHMIDT</u>	✓				
<u>V. SCHMIDT</u>	✓				
<u>STIER</u>	✓				
<u>TALARICO</u>	✓				

Passed and adopted by the Common Council of the City of Fort Wayne, Indiana, as Special Ordinance To S-77-79

ATTEST:

(SEAL)

DATE: 5/22/79

Charles W. Westerman
CITY CLERK

P#

Bill No. S-79-04-19

REPORT OF THE COMMITTEE ON CITY UTILITIES

We, your Committee on City Utilities to whom was referred an Ordinance
approving an Agreement with Westwood Development, Inc., for construction
of a sanitary sewer

have had said Ordinance under consideration and beg leave to report back to the Common
Council that said Ordinance is PASS.

PAUL M. BURNS - CHAIRMAN

SAMUEL J. TALARICO - VICE CHAIRMAN

VIVIAN G. SCHMIDT

DONALD J. SCHMIDT

JAMES S. STIER

Paul M. Burns
Samuel J. Talarico
Vivian G. Schmidt
Donald J. Schmidt
James S. Stier

5-22-79
CONCURRED IN
DATE _____ CHARLES W. WESTERMAN, CITY CLERK